

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X	
	:
In re	: Chapter 11
	:
DELPHI CORPORATION, <u>et al.</u> ,	: Case No. 05-44481 (RDD)
	:
Debtors.	: (Jointly Administered)
	:
-----X	

ORDER UNDER 11 U.S.C. § 521 AND FED. R. BANKR. P. 1007(a)  
AUTHORIZING DEBTORS TO (I) PREPARE CONSOLIDATED  
LIST OF CREDITORS AND EQUITY SECURITY HOLDERS IN  
LIEU OF MAILING MATRIX, (II) FILE CONSOLIDATED LIST OF  
50 LARGEST UNSECURED CREDITORS, AND (III) MAIL INITIAL NOTICES

("CONSOLIDATED LISTS ORDER")

Upon the motion, dated October 8, 2005 (the "Motion"), of Delphi Corporation and certain of its subsidiaries and affiliates debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), for an order (the "Order") under 11 U.S.C. § 521, Fed. R. Bankr. P. 1007(a), and Rule 1007-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York (the "Local Rules") authorizing the Debtors to (a) prepare a consolidated list of creditors and equity security holders in lieu of a mailing matrix, (b) file a consolidated list of the 50 largest unsecured creditors, and (c) mail initial notices; and upon the Affidavit Of Robert S. Miller, Jr. In Support Of Chapter 11 Petitions And First Day Orders, sworn to October 8, 2005; and upon the record of the hearing held on the Motion; and this Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties-in-interest; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is GRANTED.

2. Notwithstanding Rule 1007(d) of the Federal Rules of Bankruptcy Procedure and Local Rule 1007-1, the Debtors are authorized to prepare a consolidated list of creditors and equity security holders in a computer-readable format that is acceptable to the Clerk of this Court and to make such list available only upon request.

3. The Debtors are authorized to file a consolidated list of their 50 largest unsecured creditors.

4. The Debtors, with the assistance of Kurtzman Carson Consultants LLC ("KCC") (upon this Court's authorization of the Debtors' engagement of KCC as the Debtors' claims, noticing, and balloting agent (the "Notice and Claims Agent")), are directed to mail initial notices to the consolidated list of creditors and equity security holders, such as (a) a notice of filing of the chapter 11 cases, (b) a notice of a meeting of creditors under section 341 of title 11 of the United States Code, and (c) notice of the time fixed for filing objections to and the hearing to consider approval of a disclosure statement or consider confirmation of a plan, and (d) any correspondence the Debtors may wish to send to creditors and equity security holders as part of the Debtors' communication efforts to keep their creditors and equity security holders informed with respect to the status of these chapter 11 cases.

5. The Debtors, with the assistance of the Notice and Claims Agent, are directed to undertake all mailings directed by this Court, the Office of the United States Trustee, or as required by 11 U.S.C. §§ 101-1330, as amended, including, but not limited to, the notices described in paragraph 4 of this Order.

6. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

7. The requirement under Local Rule 9013-1(b) for the service and filing of a separate memorandum of law is deemed satisfied by the Motion.

Dated: New York, New York  
October 13, 2005

/s/ ROBERT D. DRAIN  
UNITED STATES BANKRUPTCY JUDGE